

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff-Applicant,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant.

No. 08-01789 (SMB)

SIPA LIQUIDATION

(Substantively Consolidated)

In re:

BERNARD L. MADOFF,

Debtor.

IRVING H. PICARD, Trustee for the Liquidation
of Bernard L. Madoff Investment Securities LLC,

Plaintiff,

v.

DEFENDANTS LISTED ON EXHIBIT 1
ATTACHED HERETO,

Defendants.

Adv. Pro. Nos. listed on Exhibit 1
Attached Hereto

**DECLARATION OF REGINA GRIFFIN IN SUPPORT OF THE TRUSTEE'S
OMNIBUS MOTION FOR LEAVE TO REPLEAD PURSUANT TO
FED. R. CIV. P. 15(a) AND COURT ORDER AUTHORIZING
LIMITED DISCOVERY PURSUANT TO FED. R. CIV. P. 26(d)(1)**

I, Regina Griffin, pursuant to 28 U.S.C. § 1746, declare as follows:

1. I am a member of the Bar of this Court and a partner with the law firm of Baker & Hostetler LLP, which is serving as counsel to Irving H. Picard, as trustee (the "Trustee") for the liquidation of Bernard L. Madoff Investment Securities LLC ("BLMIS") under the Securities

Investor Protection Act, 15 U.S.C. § 78aaa *et seq.* (“SIPA”), and the estate of Bernard L. Madoff (“Madoff”), individually.

2. As counsel to the Trustee for the liquidation of BLMIS, and Madoff, individually, I have personal knowledge of the facts stated herein except where the basis is otherwise identified.

3. I make this declaration (“Declaration”) to transmit to this Court true and correct copies of documents and provide relevant information in connection with the Trustee’s Omnibus Motion for Leave to Replead Pursuant to Fed. R. Civ. P. 15(a) and Court Order Authorizing Limited Discovery Pursuant to Fed. R. Civ. P. 26(d)(1) (the “Motion”), as further detailed in the Trustee’s Memorandum of Law in Support filed herewith.

4. On April 27, 2014 and July 6, 2014, the District Court issued decisions on the good faith defense under Bankruptcy Code (the “Code”) sections 548(c) and 550(b) in a SIPA liquidation (the “Good Faith Decision”)¹ and the extraterritorial application of Code section 550(a)(2) (the “Extraterritoriality Decision”),² respectively.

5. Exhibit A, attached hereto, is a list denoting in which adversary proceedings the Trustee seeks leave to replead the operative complaint and/or an order compelling further discovery.

6. Exhibit B, attached hereto, is a true and correct copy of a list of adversary proceedings in which the in which the Trustee’s Motion seeks leave to amend the operative complaints.

¹ *Sec. Investor Prot. Corp. v. Bernard L. Madoff Inv. Sec. LLC (In re Madoff Sec.)*, No. 12 Misc. 115 (JSR), 2014 WL 1651952 (S.D.N.Y. Apr. 27, 2014).

² *Sec. Investor Prot. Corp. v. Bernard L. Madoff Inv. Sec. LLC (In re Madoff Sec.)*, No. 12 Misc. 115 (JSR), 2014 WL 2998557 (S.D.N.Y. July 6, 2014).

7. Exhibit C, attached hereto, is a true and correct copy of the specific adversary proceedings in which the Trustee's Motion requests authorization to engage in limited expedited discovery.

8. Exhibit C-1, attached hereto, is a list of the specific adversary proceedings identified on Exhibit C for which the Trustee has received no productions of documents from any defendant.

9. Exhibit C-2, attached hereto, is a list of specific adversary proceedings identified on Exhibit C for which the Trustee has received at least one document production from a defendant or related third-party.

10. Exhibit D, attached hereto, is a copy of the proposed Limited Document Demands defining the scope and nature of the limited expedited discovery requested in the Trustee's Motion seeking an Order from this Court that directs compliance by the defendants in the adversary proceedings identified on Exhibit C.

11. Exhibit E, attached hereto, is a copy of the Transcript at Oral Argument, *Sec. Investor Prot. Corp. v. Bernard L. Madoff Inv. Sec. LLC (In re Madoff Sec.)*, No. 12 Misc. 115 (JSR) (S.D.N.Y. Oct. 12, 2012), ECF No. 401.

12. Trustee's counsel is not seeking deposition testimony at this time from any of the Exhibit C Defendants. Rather, the narrowly tailored documents requested should be readily identifiable by the Exhibit C Defendants.

13. No prior application or motion for similar relief has been made to this or any other court.

I declare under penalties of perjury that the foregoing is true and correct.

Dated: August 28, 2014
New York, New York

By: /s/ Regina Griffin
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